

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF WEST VIRGINIA**

MOUNTAIN VALLEY PIPELINE, LLC,	:	Civil Action No. 2:17-cv-04214
Plaintiff,	:	Judge John T. Copenhaver, Jr.
vs.	:	
AN EASEMENT TO CONSTRUCT,	:	
OPERATE AND MAINTAIN A 42-INCH	:	
GAS TRANSMISSION LINE ACROSS	:	
PROPERTIES IN THE COUNTIES OF	:	
NICHOLAS, GREENBRIER, MONROE,	:	
SUMMERS, BRAXTON, HARRISON,	:	
LEWIS, WEBSTER, AND WETZEL, WEST	:	
VIRGINIA, et al.	:	
Defendants.	:	

**PLAINTIFF MOUNTAIN VALLEY PIPELINE, LLC'S REPORT TO THE COURT
REGARDING MOUNTAIN VALLEY PIPELINE, LLC'S CORPORATE STRUCTURE
AND FUNDING**

Pursuant to this Court's request at the status conference on December 14, 2017, Plaintiff Mountain Valley Pipeline, LLC ("MVP") submits the following report to its Rule 7.1 Disclosure of Corporate Affiliations and Financial Interest to the Court regarding MVP's corporate structure and funding.¹

MVP is a Delaware limited liability company that was formed on August 22, 2014. *See* Department of State: Division of Corporations, Entity Details for Mountain Valley Pipeline, LLC, attached to this Report as **Exhibit A**. MVP consists of six members: (1) MVP Holdco, LLC; (2) US Marcellus Gas Infrastructure, LLC; (3) WGL Midstream, Inc.; (4) RGC Midstream, LLC; (5) Con Edison Gas Pipeline and Storage, LLC (f/k/a Con Edison Gas Midstream, LLC);

¹ MVP incorporates by reference its Rule 7.1 Disclosure of Corporate Affiliations and Financial Interest. *See* Doc. No. 3.

and (6) Vega NPI IV, LLC. *See* FERC Certificate, at ¶ 4, n.4, attached to the Complaint as Exhibit B; *see also* Doc. No. 3.

EQT Midstream Partners, LP

EQT Midstream Partners, LP, a publicly traded limited partnership has a 45.5% ownership interest in the joint venture through its subsidiary, MVP Holdco, LLC. An affiliate of EQT Midstream Partners, LP will operate the pipeline. EQT Midstream Partners, LP, through MVP Holdco, LLC, funds its proportionate share of the MVP Project through capital contributions to the joint venture. *See* EQT Midstream Partners, LP, Form 10-K Annual Report, U.S. Securities and Exchange Commission, February 9, 2017, p. 6. EQT Midstream Partners, LP, through MVP Holdco, LLC, has contributed approximately \$312 million to MVP. EQT Midstream Partners, LP's SEC filings are publicly available at <http://ir.eqtmidstreampartners.com/eqm/unit-info>. More than 10% of EQT Midstream Partners is owned by EQT GP Holdings, LP, another publicly traded limited partnership. EQT GP Holdings, LP's SEC filings are publicly available at <http://ir.eqtmidstreampartners.com/eqgp/unit-info>. More than 10% of EQT GP Holdings, LP is owned by EQT Gathering Holdings, LLC, an indirect subsidiary of EQT Corporation, a publicly traded company. EQT Corporation's SEC filings are publicly available at <http://ir.eqt.com/>.

NextEra Energy Capital Holdings, Inc.

NextEra Energy, Inc. has a 31% ownership interest in MVP, through its subsidiary US Marcellus Gas Infrastructure, LLC. NextEra Energy, Inc., through US Marcellus Gas Infrastructure, LLC, has contributed approximately \$213 million to MVP. NextEra Energy, Inc.'s SEC filings are publicly available at <http://www.investor.nexteraenergy.com/phoenix.zhtml?c=88486&p=irol-irhome>.

Consolidated Edison, Inc.

Consolidated Edison, Inc. has a 12.5% ownership interest through its subsidiary Con Edison Gas Pipeline and Storage, LLC (f/k/a Con Edison Gas Midstream, LLC). Consolidated Edison, Inc., through Con Edison Gas Pipeline and Storage, LLC, has contributed approximately \$86 million to MVP. Consolidation Edison, Inc.'s SEC filings are publicly available at <http://investor.conedison.com/phoenix.zhtml?c=61493&p=irol-sec>.

WGL Holdings, Inc.

WGL Holdings, Inc. has a 10% ownership interest through its subsidiary WGL Midstream Inc. WGL Holdings, Inc., through WGL Midstream, Inc., has contributed approximately \$69 million to MVP since it was formed. WGL Holdings, Inc.'s SEC filings are publicly available at <http://wglholdings.com/sec.cfm>.

RGC Resources, Inc.

RGC Resources, Inc. has a 1% ownership interest through its subsidiary RGC Midstream, LLC. RGC Resources, Inc., through RGC Midstream, LLC, has contributed approximately \$7 million to MVP. RGC Resources, Inc.'s financial information is publicly available at <https://www.rgcresources.com/investor-financial-information/>.

Vega NPI IV, LLC

Vega Energy Partners, Ltd., no longer has any ownership interest in MVP. Previously, Vega Energy Partners, Ltd., through its subsidiary Vega NPI, IV, LLC, was an owner of MVP. Vega NPI, IV, LLC, assigned its prior interest to WGL Midstream, Inc. Any monies Vega

Energy Partners, Ltd., through Vega NPI IV, LLC, contributed to MVP is included in the amounts set forth above for WGL Holdings, Inc. Vega NPI IV, LLC, retains its position as a member of MVP, but no longer has an obligation to make capital contributions. Vega NPI IV, LLC, retains a minor revenue interest. Vega Energy Partners, Ltd. is a privately held entity.

December 21, 2017

REED SMITH LLP

/s/ Nicolle R. Snyder Bagnell
Nicolle R. Snyder Bagnell
W.V. I.D. No. 11081
Reed Smith Centre
225 Fifth Avenue
Pittsburgh, PA 15222
(412) 288-3131
nbagnell@reedsmith.com

*Counsel for Plaintiff Mountain Valley
Pipeline, L.L.C.*

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing has been served via the Court's ECF system on all counsel of record, and by U.S. First Class Mail upon the individuals identified on the attached Service List.

Dated: December 21, 2017

/s/ Nicolle R. Snyder Bagnell

SERVICE LIST

The undersigned hereby certifies that a true and correct copy of the foregoing has been served upon the following via U.S. First Class Mail:

Brian and Beth Armstrong 312 Ritchie Farm Road Summersville, WV 26651-4521	Caitlyn A. Gragg P.O. Box 58 Alderson, WV 24910-0058
Bruce A. and Kimberly Roberts P.O. Box 321 Nettie, WV 26681-0321	Wiseman Living Trust Gene and Phyllis M. Wiseman 7507 Walton Lane Annandale, VA 22003-2558
Virginia D. and Connie McClung 453 Power Plant Rd Summersville, WV 26651-2031	Robert Jackson Holt 1611 Smith Bridge Road Chadds Ford, PA 19317-9765
Artie Orlena Robinson and David Lane Robinson 5907 Ward Road Nettie, WV 26681-4563	Philip J. Harrah 78 Starling Lane Sandstone, WV 25985-9419
Estate of C. L. Keener 118 Dawson Road Meadow Bridge, WV 25976-9424	Thomas E. and Rosetta B. Toney and Austin B. Toney 48 Sun View Dr. Peterstown, WV 24963-5015
James Keener 38692 Adains Road Willoughby, OH 44094	Melissa A. Leslie 304 Miller Ave Hinton, WV 25951
Johnnie Ray Keener, Brande Nicole Keener, and David Harmon 118 Dawson Road Meadow Bridge, WV 25976-9424	Quinwood Coal Company f/k/a Alex Energy, LLC f/k/a Alex Energy, Inc. f/k/a Green Valley Coal Company, LLC 1415 Louisiana Street, Suite 2400 Houston, TX 77002-7361
Silas Steven and Laurel Tucker 5354 Forest Brook Drive Milton, FL 32583-6224	The Paulette A. Sears Family Trust 222 Navajo Street Tavernier, FL 33070-2119
David R. Hughes 232 Cedar Ridge Farm Road Greenville, WV 24945-0067	Heirs of J.H. Harrah P. O. Box 161 Meadow Bridge, WV 25976-0161
Doreen S. Allen, Fredereck M. Osborne, Jo Lynn Blankenship, Mickey D. Osborne, and Scott S. Osborne 377 Dark Hollow Rd Rainelle, WV 25962-9713	Estate of Dannie Lee Spence Danny Spence, Jr. P.O. Box 292 Peterstown, WV 24963-0292

Dated: December 21, 2017

By: /s/ Nicolle R. Snyder Bagnell